

EXHIBIT B

Ballard Spahr LLP

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TAX IDENTIFICATION NO. 23-0382195

Invoice Date: July 25, 2019
Invoice No.: 20190705810

Paul E. Harner
1675 Broadway
New York, NY 10019

Client: Sears Fee Examiner (071820.03)
Matter: Fee and Expense Review and Reporting (00317415)

FOR PROFESSIONAL SERVICES RENDERED through June 30, 2019

INVOICE SUMMARY

FEES

Fee and Expense Review and Reporting (00317415)	\$43,308.50
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Total Current Charges	<hr/> \$43,308.50
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TOTAL AMOUNT DUE	<hr/> \$43,308.50 <hr/>
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PROFESSIONAL SERVICES

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
B160 - Fee/Employment Applications					
Daluz,T.M.	06/18/19	Attend to Ballard fee app issues	895.00	0.20	179.00
Marriott, III,V.J.	06/19/19	Attend to pro hac and notice of appearance.	985.00	0.50	492.50
McClamb,C.D.	06/19/19	Draft motion for admission pro hac vice for V. Marriott	445.00	0.50	222.50
McClamb,C.D.	06/19/19	Address fee application requirements per fee order	445.00	0.10	44.50
McClamb,C.D.	06/19/19	Prepare and file notice of appearance and motions for admission pro hac vice	445.00	0.90	400.50
McClamb,C.D.	06/19/19	Draft motion for admission pro hac vice for T. Daluz	445.00	0.40	178.00
McClamb,C.D.	06/19/19	Draft notice of appearance for Fee Examiner	445.00	0.30	133.50
Daluz,T.M.	06/20/19	Attend to fee app issue	895.00	0.30	268.50
McClamb,C.D.	06/25/19	Emails with E. Kan, P. Harner and M. Korycki re: estimates of Fee Examiner fees and expenses	445.00	0.50	222.50
McClamb,C.D.	06/25/19	Emails with T. Daluz and E. Kan re: preparation of first monthly fee application	445.00	0.50	222.50
McClamb,C.D.	06/27/19	Draft joint monthly fee application	445.00	2.00	890.00
Maddox,M.	06/27/19	Review interim compensation order	270.00	0.30	81.00
McClamb,C.D.	06/28/19	Attention to invoices for first monthly fee application	445.00	0.30	133.50
McClamb,C.D.	06/28/19	Draft first monthly fee application	445.00	3.50	1,557.50
Maddox,M.	06/28/19	Calendar fee application deadlines	270.00	0.10	27.00
McClamb,C.D.	06/30/19	Edits to first joint monthly fee application	445.00	0.40	178.00

PROFESSIONAL SERVICES

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Total B160				10.80	\$5,231.00
B170 - Fee/Employment Objections					
Neitzel,K.N.	06/01/19	Prepare and import Deloitte fee and expense data into Relativity database for attorney review and analysis	350.00	1.30	455.00
Pollard,C.P.	06/02/19	Finish reviewing and conforming McAndrews data for import to Relativity for review (revise timekeeper table to match names in time entries, consolidate all reports, join time entries, timekeeper roles and task code descriptions)	310.00	0.90	279.00
Roglen,L.D.	06/03/19	Research re: interim fee orders and emails (multiple) with P. Harner, V. Marriott, T. Daluz, and C. McClamb re: same.	490.00	0.60	294.00
Pollard,C.P.	06/03/19	Review and resolve duplicate records error (Deloitte Tax expenses)	310.00	0.30	93.00
Neitzel,K.N.	06/03/19	Prepare Deloitte fee data and import into Relativity for attorney review	350.00	1.20	420.00
Neitzel,K.N.	06/04/19	Prepare Young Conaway and McAndrews fee data and import into Relativity for attorney review	350.00	2.20	770.00
Neitzel,K.N.	06/04/19	Prepare Deloitte fee data and import into Relativity for attorney review	350.00	1.50	525.00
Neitzel,K.N.	06/04/19	Prepare Akin Gump fee data and import into Relativity for attorney review	350.00	0.60	210.00
Pollard,C.P.	06/04/19	Telephone call with K. Neitzel re: status of processing of fee and expense data from various law firms/vendors	310.00	0.10	31.00
Neitzel,K.N.	06/05/19	Prepare Akin Gump fee data and import into Relativity for attorney review	350.00	1.00	350.00
Neitzel,K.N.	06/05/19	Prepare Paul Weiss fee data and import into Relativity for attorney review	350.00	1.60	560.00

PROFESSIONAL SERVICES

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Neitzel,K.N.	06/05/19	Telephone conference with C. Pollard re: Relativity workspace set-up	350.00	0.40	140.00
Pollard,C.P.	06/05/19	Review: update search index; set up Communications search; review and tag documents for further review	310.00	1.10	341.00
Roglen,L.D.	06/05/19	Emails (multiple) with T. Hedus, J. Foster, C. Pollard, and K. Neitzel re: data format issues.	490.00	0.40	196.00
Pollard,C.P.	06/05/19	Analytics: run repeated content analysis in attempt to identify time entries with similar language	310.00	0.20	62.00
Pollard,C.P.	06/05/19	Review: export fee data to Access to identify timekeepers with more than 12 hours billed in a day	310.00	0.10	31.00
Pollard,C.P.	06/05/19	REview: mass tag "communication" and "excessive"time entries; create new dashboards summarizing documents with communication and excessing time entries	310.00	0.30	93.00
Neitzel,K.N.	06/06/19	Perform quality control checks on imported fee data to ensure accuracy and eliminate duplicate entries	350.00	2.10	735.00
Pollard,C.P.	06/06/19	Draft email to P. Harner, V. Marriott, T. Daluz, L. Rogden, C. McClamb and K. Neitzel reporting on status of data availability, search results (communications, excessive billing, duplicate entries) and accessing/reviewing the search results for test law firm (Young Conaway)	310.00	0.90	279.00
Pollard,C.P.	06/06/19	REview results of narrative near duplicate analysis; begin identifying records for follow-up	310.00	1.10	341.00
Pollard,C.P.	06/06/19	Telephone call with K. Neitzel re: duplicate entries (Alvarez)	310.00	0.10	31.00
Pollard,C.P.	06/06/19	Telephone call with K. Neitzel re: status of data issues, dupliate entry analysis	310.00	0.20	62.00

PROFESSIONAL SERVICES

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Pollard,C.P.	06/06/19	Review: import fee data to MSAccess; create queries to identify timekeepers reporting more than 12 hours in a day and to identify the matching records; export results; run search in Relativity workspace and tag identified records	310.00	0.80	248.00
McClamb,C.D.	06/06/19	Review and summarize professionals' fee applications	445.00	3.30	1,468.50
Daluz,T.M.	06/06/19	Review timeline and summary of retention orders	895.00	0.30	268.50
McClamb,C.D.	06/06/19	Draft time line of bankruptcy proceedings	445.00	3.80	1,691.00
Neitzel,K.N.	06/07/19	Prepare Alvarez & Marsal and Houlihan Lokey data to be loaded into Relativity for attorney review and analysis	350.00	1.50	525.00
Pollard,C.P.	06/07/19	Review Alvarez time and expense entries to identify duplicate records between the First - Sixth reports and the Interim report	310.00	1.10	341.00
Neitzel,K.N.	06/07/19	Confer with C. Pollard re: identification of duplicate entires in Alvarez & Marsal fee data	350.00	0.40	140.00
Roglen,L.D.	06/10/19	Telephone conversations (multiple) with retained professionals and summary email to P. Harner, V. Marriott, and T. Daluz re: reservation of rights language for first interim fee order.	490.00	0.90	441.00
Neitzel,K.N.	06/12/19	Download and stage additional fee data	350.00	0.30	105.00
Neitzel,K.N.	06/12/19	Prepare Houlihan Lokey expense and fee data to be loaded into Relativity workspace	350.00	0.60	210.00
Roglen,L.D.	06/12/19	Update tracking chart and email to P. Harner, V. Marriott, T. Daluz, and C. McClamb re: same.	490.00	0.30	147.00
Marriott, III,V.J.	06/13/19	Review issues re: fee hearing and test run	985.00	0.40	394.00

PROFESSIONAL SERVICES

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Marriott, III, V.J.	06/14/19	Review correspondence re: fee hearing	985.00	0.30	295.50
Marriott, III, V.J.	06/17/19	Review trial search parameter results	985.00	0.80	788.00
Pollard, C.P.	06/17/19	Update communications, block billing and billing more than 12 hours in a day searches and tagging to capture additional documents received since 6/5/2019	310.00	1.00	310.00
Pollard, C.P.	06/17/19	Draft notes re: setting up coding layout for fee review	310.00	0.40	124.00
Pollard, C.P.	06/17/19	Review results and prepare view for potential duplicate time entries	310.00	0.50	155.00
McClamb, C.D.	06/17/19	Coordinate meeting with fee examiner review team	445.00	1.00	445.00
McClamb, C.D.	06/17/19	Phone call with chambers re: interim fee application hearing	445.00	0.20	89.00
McClamb, C.D.	06/17/19	Review docket for objections to fee applications	445.00	0.40	178.00
McClamb, C.D.	06/17/19	Emails and phone calls with fee application review team re: status meeting	445.00	0.30	133.50
Marriott, III, V.J.	06/18/19	Review data set formatting	985.00	1.00	985.00
Marriott, III, V.J.	06/18/19	Prepare for and participate in session re: search parameters and data access	985.00	1.00	985.00
Pollard, C.P.	06/18/19	Review and compile list of areas of fee examination for possible use in Sears review	310.00	0.10	31.00
Kearney, B.N.	06/18/19	Attend briefing meeting re: Sears fee application examination assignment, procedures, examples, etc. (with P. Harner, V. Marriott, C. Jimenez, M. Salah, C. McClamb, and members of eDiscovery team)	335.00	1.30	435.50
Kearney, B.N.	06/18/19	Memorialize notes from Sears fee application examiner meeting	335.00	0.20	67.00

PROFESSIONAL SERVICES

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Pollard,C.P.	06/18/19	Design new view for timekeepers billing more than 12 hours per day	310.00	0.20	62.00
Neitzel,K.N.	06/18/19	Attend telephone conference with legal team re: Relativity database and review overview	350.00	1.30	455.00
Pollard,C.P.	06/18/19	Review views and layouts for use by fee examiner team	310.00	0.60	186.00
Daluz,T.M.	06/18/19	Review and analyze issues for consideration in fee app review	895.00	0.30	268.50
Neitzel,K.N.	06/18/19	Customize Relativity workspace in preparation for attorney review	350.00	0.90	315.00
Neitzel,K.N.	06/18/19	Telephone conference with C. Pollard re: customization of Relativity workspace for attorney review	350.00	0.50	175.00
Jimenez,C.	06/18/19	Initial meeting w/ P. Harner and V. Marriott to discuss review protocol	365.00	1.40	511.00
Salah,M.	06/18/19	Attendance at examiner review team meeting	415.00	1.10	456.50
McClamb,C.D.	06/18/19	Phone calls with P. Harner re: interim fee hearing and next steps	445.00	0.20	89.00
Greenfield,M.G.	06/18/19	Review of fee examiner rules, guidelines and Court orders	445.00	0.80	356.00
Greenfield,M.G.	06/18/19	Emails with Chantelle McClamb regarding fee application review	445.00	0.20	89.00
Pollard,C.P.	06/18/19	Request email group for "Sears Fee Examiner Team"	310.00	0.10	31.00
Pollard,C.P.	06/18/19	Export data re: timekeepers billing more than 12 hours per day	310.00	0.20	62.00

PROFESSIONAL SERVICES

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Pollard,C.P.	06/18/19	Forward summary of time entries by service providers to P. Harner, V. Marriott and T. Daluz (.1); update communications search terms to add "telephone" to list (.1); run searches re: communications sub-categories and tag (.2)	310.00	0.40	124.00
Pollard,C.P.	06/18/19	Call with K. Neitzel re: reorganizing workspace folder structure by debtor/creditor and professionals	310.00	0.30	93.00
Pollard,C.P.	06/18/19	Attend meeting with P. Harner, V. Marriott, C. McClamb, C. Jimenez, M. Salah, K. Neitzel re: review format, changes to "communications" search terms, changes to coding layout, and timing	310.00	1.30	403.00
Pollard,C.P.	06/18/19	Run revised searches on communications (meetings, correspondence and telephone calls) and report on results	310.00	0.50	155.00
Pollard,C.P.	06/18/19	Finish review of summary of issues identified in form of the fee report for possible use in Sears review	310.00	0.60	186.00
McClamb,C.D.	06/18/19	Prepare materials for fee review team	445.00	1.20	534.00
McClamb,C.D.	06/18/19	Research and draft list of fee application issues	445.00	0.80	356.00
McClamb,C.D.	06/18/19	Prepare for fee examiner review team meeting	445.00	0.50	222.50
McClamb,C.D.	06/18/19	Attendance at fee examiner review team meeting	445.00	1.30	578.50
Neitzel,K.N.	06/19/19	Telephone conference with C. McLamb and C. Pollard re: setting up issue tags in Relativity in preparation for fee review	350.00	0.70	245.00
Pollard,C.P.	06/19/19	Prepare spreadsheet for C. McClamb to update for reviewers	310.00	0.10	31.00
Marriott, III,V.J.	06/19/19	Review progress of data input and search parameters	985.00	1.00	985.00

PROFESSIONAL SERVICES

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Pollard,C.P.	06/19/19	Telephone call with C. McClam and K. Neitzel re: fee issue tags, review workflow and possible expense review	310.00	0.60	186.00
Kearney,B.N.	06/19/19	Review materials provided by C. McClamb in advance of fee application review	335.00	0.80	268.00
Pollard,C.P.	06/19/19	Revise fee review issue tags per call with C. McClamb and K. Neitzel	310.00	0.10	31.00
Greenfield,M.G.	06/19/19	Review of fee examiner rules, guidelines and Court orders	445.00	0.70	311.50
Greenfield,M.G.	06/19/19	Call with Chantelle McClamb regarding fee application review process	445.00	0.30	133.50
McClamb,C.D.	06/19/19	Phone call with M. Greenfield re: procedures for fee review	445.00	0.40	178.00
McClamb,C.D.	06/19/19	Phone call to chambers re: interim fee hearing attendance	445.00	0.10	44.50
Daluz,T.M.	06/20/19	Participate in omnibus hearing on interim fee applications	895.00	2.00	1,790.00
Daluz,T.M.	06/20/19	Update on status of application review	895.00	0.20	179.00
Pollard,C.P.	06/20/19	Draft workflow instructions for fee review	310.00	1.20	372.00
Pollard,C.P.	06/20/19	Create search and tag records identified as having billing discrepancies (.1); call with K .Neitzel re: review workflow and additions to views	310.00	0.20	62.00
Pollard,C.P.	06/20/19	Finish drafting workflow and review instructions with input from calls with K. Neitzel - circulate for comments (3.1); identify and tag duplicate entries - internal and multi-provider for review (.6)	310.00	3.70	1,147.00
Pollard,C.P.	06/20/19	Begin reviewing task codes submitted by service providers and organizing by Project Category	310.00	0.40	124.00

PROFESSIONAL SERVICES

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Pollard,C.P.	06/21/19	Forward list to team for comments and revisions	310.00	0.20	62.00
Neitzel,K.N.	06/21/19	Review documentation of proposed work flow for attorney fee review	350.00	0.30	105.00
Greenfield,M.G.	06/21/19	Review of fee examiner rules and guidelines	445.00	0.50	222.50
Daluz,T.M.	06/21/19	Attend to Fee App issues	895.00	0.50	447.50
Pollard,C.P.	06/21/19	Finish review and assignment of project categories to task codes used by service providers	310.00	0.30	93.00
McClamb,C.D.	06/24/19	Emails with T. Daluz and P. Harner re: first monthly fee application	445.00	0.30	133.50
Daluz,T.M.	06/24/19	Revise proformas to prepare attachments for fee application	895.00	2.00	1,790.00
Marriott, III,V.J.	06/24/19	Attend to issues re: format of fee applications	985.00	0.40	394.00
Daluz,T.M.	06/25/19	Attend to fee app issues	895.00	0.50	447.50
Marriott, III,V.J.	06/25/19	Review status of fee application	985.00	0.30	295.50
Daluz,T.M.	06/26/19	Attend to fee app exhibits	895.00	1.50	1,342.50
Maddox,M.	06/27/19	Office conference with C. McClamb re calendaring of fees	270.00	0.10	27.00
Daluz,T.M.	06/28/19	Review and revise draft fee app	895.00	2.00	1,790.00
McClamb,C.D.	06/29/19	Draft review procedures	445.00	1.80	801.00
McClamb,C.D.	06/30/19	Draft fee review procedures for distribution to review team	445.00	1.50	667.50
Jimenez,C.	06/30/19	Review UST guidelines and order appointing fee examiner to prepare for fee examination review	365.00	1.00	365.00

PROFESSIONAL SERVICES

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Total B170				80.80	\$38,077.50
Total Fees				91.60	43,308.50

PROFESSIONAL SERVICES SUMMARY

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Task: B160 - Fee/Employment Applications			
McClamb,C.D.	445.00	9.40	4,183.00
Maddox,M.	270.00	0.40	108.00
Daluz,T.M.	895.00	0.50	447.50
Marriott, III,V.J.	985.00	0.50	492.50
Total Task: B160		10.80	\$5,231.00
Task: B170 - Fee/Employment Objections			
Kearney,B.N.	335.00	2.30	770.50
McClamb,C.D.	445.00	17.10	7,609.50
Jimenez,C.	365.00	2.40	876.00
Pollard,C.P.	310.00	20.20	6,262.00
Neitzel,K.N.	350.00	18.40	6,440.00
Roglen,L.D.	490.00	2.20	1,078.00
Greenfield,M.G.	445.00	2.50	1,112.50
Maddox,M.	270.00	0.10	27.00
Salah,M.	415.00	1.10	456.50
Daluz,T.M.	895.00	9.30	8,323.50
Marriott, III,V.J.	985.00	5.20	5,122.00
Total Task: B170		80.80	\$38,077.50
Total Fees		91.60	\$43,308.50

PROFESSIONAL SERVICES SUMMARY

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Daluz,T.M.	895.00	9.80	8,771.00
Marriott, III,V.J.	985.00	5.70	5,614.50
Greenfield,M.G.	445.00	2.50	1,112.50

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Jimenez,C.	365.00	2.40	876.00
Kearney,B.N.	335.00	2.30	770.50
McClamb,C.D.	445.00	26.50	11,792.50
Roglen,L.D.	490.00	2.20	1,078.00
Salah,M.	415.00	1.10	456.50
Neitzel,K.N.	350.00	18.40	6,440.00
Pollard,C.P.	310.00	20.20	6,262.00
Maddox,M.	270.00	0.50	135.00
Total Fees		91.60	\$43,308.50

Total Current Charges:

\$43,308.50